

TENNESSEE COUNCIL FOR THE DEAF AND HARD OF HEARING BY-LAWS

Article I – Council Mission

The Tennessee Council for the Deaf and Hard of Hearing exists to serve as an advocate for culturally appropriate services affecting deaf, hard of hearing, and deaf/blind people through coordination, public awareness, consultation, and education in areas of public service, health care, and education and employment.

Article II – Purpose of the By-Laws

The purpose of these by-laws of the Tennessee Council for the Deaf and Hard of Hearing (hereinafter called the Council) is to provide for the orderly conduct of the affairs of the Council. In instances where these by-laws conflict with the law, rules and/or regulations of the State of Tennessee or appropriate departments or divisions thereof or with other laws, these laws, rules and/or regulations shall prevail.

Article III – Membership in the Council

- Section 1: **Members.** Membership in the Council shall be limited to those persons specified by the Tennessee Code Annotated (71-4-2103).
- Section 2: **Designees.** A member of the Council may appoint another person to represent him at a meeting of the Council, provided written notice of this intent is provided the Chairperson of the Council at least twenty-four hours in advance of the meeting and provided that a majority of the Council members present at the meeting accept the appointed representative. Duly appointed and accepted representatives shall enjoy the privileges of membership during the meeting and shall receive reimbursement for traveling expenses incurred in attending the meeting, subject to the limitations specified by law.
- Section 3: **Privileges.** Privileges of membership to be exercised at Council meetings shall include making and seconding motions, debate, calling for vote on motions before the Council, voting and such other privileges as are usual and customary.
- Section 4: **Resignation and Removal.** Appointed or designated members of the Council may, upon submitting written notice, resign from the Council, provided this resignation is accepted by a majority of the membership of the Council. Appointed or designated members of the Council may be removed from the Council, for cause, by a two-thirds vote of the membership of the Council ***present at the meeting***. Non-attendance at Council meetings may constitute cause for removal from the Council.
- Section 5: **Vacancies.** When consumer or non-consumer vacancies occur in the membership of the Council, the council shall immediately

petition the appropriate authority or authorities for a designation or election of a new Council member. Outgoing Council members may continue to serve on the Council until their replacement has been appointed.

Section 6: **Liability.** Council members shall not be held personally liable, either individually or as a body, for actions of the Council or of employees of the Council.

Article IV – Officers of the Council

Section 1: **Members.** Only members of the Council shall be officers of the Council.

Section 2: **Officers.** The elected officers of the Council shall be the Council Chairperson and the Council Vice-Chairperson. One of these officers shall be *Deaf or Hard of Hearing* and one shall represent Tennessee State Government on the Council. The Council Chairperson and the Council Vice-Chairperson shall be elected annually, at a time agreed upon by a majority of the membership of the Council. The Council Chairperson or the Council Vice-Chairperson may resign from office, provided this resignation is accepted by a majority of the membership of the Council. The Council Chairperson or the council Vice-Chairperson may be removed from office, for cause, by a two-thirds vote of the membership of the Council *present at the meeting*. The office of Council Chairperson or Council Vice-Chairperson, once vacated, shall be filled as soon as possible.

Section 3: **Council Chairperson.** The duties of the Council Chairperson shall be to set the time and place of the regular meetings of the Council, to call special meetings of the Council, to call meetings of the Council Executive Committee, to oversee the work of the Council Executive Committee, to appoint committees of the Council and committee chairpersons and, during periods when the position of Council Executive Director shall be vacant, to serve as acting Council Executive Director. The Council Chairperson shall also perform such other duties as are assigned by the Council.

Section 4: **Vice-Chairperson.** The Council Vice-Chairperson shall preside at meetings of the Council or the Council Executive Committee where the Council Chairperson is absent and shall perform such other duties as are assigned by the Council or delegated by the Council Chairperson.

Section 5: **Executive Director.** The Council Executive Director shall be chosen from a pool of applicants recommended by a search team consisting of a representative from each of the following groups:

Tennessee Association of the Deaf
Hearing Loss Association of America Chapters in
Tennessee
Black Deaf Advocates

Tennessee Registry of Interpreters for the Deaf
Tennessee Department of Human Services
Tennessee Department of Mental Health & Developmental
Disabilities

Other team members may be added at the discretion of the Council and the Department of Human Services. The candidate for the position will be voted on and approved by 2/3 of the Council members present at the meeting, with the official appointment made by the Department of Human Services. The Council Executive Director shall serve as executive officer of and secretary to the Council at its pleasure. The Council Executive Director shall be a full-time professional non-civil service employee of the State of Tennessee and shall be entitled to all the usual and customary privileges and benefits afforded such employees. The Council Executive Director shall be an employee of the Department, and Division, if applicable, of Tennessee State Government designated by the Governor to administer the programs of the council. The Council Executive Director may be removed from his or her position, for cause, by a two-thirds vote of the membership of the Council. The Council Executive Director shall perform such duties as are required by law and by the Council, including representing the Council before national, state, and local agencies, organizations, groups, bodies and before individuals. The Council Executive Director shall report in person to the Council at its meetings and in other ways to the Council deems appropriate, and shall attend all Council meetings, unless excused.

Section 6: **Employees.** All other employees of the Council shall be civil service or contract employees of the State of Tennessee and of the Appropriate Department and/or Division thereof and shall be responsible only to the Council Executive Director, provided that he/she shall be governed, in the performance of their duties, by the rules and regulations of the Department of Personnel of the State of Tennessee and of the Department and/or Division of Tennessee State Government designated by the Governor to administer the programs of the Council.

Article V – Meetings of the Council

Section 1: Regular meetings of the Council shall be held quarterly at a time and place agreed upon by a majority vote of the membership of the Council ***present at the meeting***. The agenda for regular meetings of the Council shall be set by the Council Chairperson and shall be provided to Council members at least one week in advance of the scheduled meeting time, when possible. Items may be added to or removed from the agenda during the course of regular Council meetings by a majority vote of Council members present.

Section 2: Special meetings of the Council may be called by the Council Chairperson or the Council Vice-Chairperson or by any five other Council members. Notice of special meetings shall be provided to

Council members at least ten days prior to the set meeting time, unless a majority of the Council Executive Committee or a majority of the membership of the Council agrees to hold a special meeting of the council without providing such notice. But in no case shall a Council meeting be held with less than twenty-four hours in advance of the scheduled meeting time, when possible. Items may be added to or removed from the agenda during the course of special Council meetings by a majority vote of Council members present.

- Section 3: Sections 1 and 2 of the article IV, above notwithstanding, no meeting of the Council shall be called without sufficient prior notification to the entire Council membership of the time, place and purpose of the Council meeting.
- Section 4: If the Council Chairperson and the Council Vice-Chairperson are absent from a Council meeting, the Council members present shall elect, by majority vote, a Council member to preside at the meeting.
- Section 5: Business may be conducted at Council meetings attended by fewer than six Council members, provided such meetings are called and notice provided in accordance with the provisions specified in Sections 1, 2, and 3 of Article IV, above.
- Section 6: All meetings of the Council shall be interpreted in sign language and/or transcribed by one or more *qualified* interpreters/transcribers. In addition, tactile interpreters should be provided upon request for the deaf/blind members or attendees. Interpreters and/or transcribers shall be paid from Council funds at the prevailing rate, as established by the Tennessee Registry of Interpreters for the Deaf.
- Section 7: Minutes shall be taken at each Council meeting and copies of these minutes shall be provided in expeditious manner to all Council members.
- Section 8: Interested persons may observe meetings of the Council and may, at the invitation of the Council Chairperson, address and be addressed by the Council.
- Section 9: The Council may adopt, at any meeting, such rules of procedure and order as the Council deems necessary or convenient, provided these rules do not conflict with the by-laws.
- Section 10: All meetings of the Council shall be open, except when the Council, by a majority vote of the members present, deems it necessary to go into Executive Session.

Article VI – Committee and Task Forces of the Council

- Section 1: A council Executive Committee, comprised of the Council Chairperson, the Council Vice-Chairperson and three other Council

members shall be formed immediately subsequent to the election of the Council Chairperson and the Council Vice-Chairperson. The Council Executive Committee must contain one representative of the Executive Branch of Tennessee State Government, one representative of the Legislative Branch of the Tennessee State Government, the President of the Tennessee Association of the Deaf and the President of the Tennessee Registry of Interpreters for the Deaf. At least two members of the Council Executive Committee shall be deaf or hard of hearing. The membership of the Council Executive Committee shall be elected by a majority vote of the membership of the Council, once the foregoing requirements for representation on the Council Executive Committee have been met. Members of the Council Executive Committee may resign from the Council Executive Committee, provided this resignation is accepted by a majority of the membership of the Council. Vacancies in the council Executive Committee shall be filled, by nomination and election by the membership of the Council, as soon as possible.

Section 2: The Council Executive Committee shall be empowered by the Council to oversee the budget of the Council, to approve the receipt and expenditure of funds by the Council, to approve the receipt and expenditure of funds by the Council, to assist the Council Chairperson in overseeing and implementing to personnel policies of the Council and to work with agencies, organizations, groups, bodies and individuals to implement the work of the Council. The Council Executive Committee may designate, by majority vote, the Council Chairperson or the Council Vice-Chairperson to act in its behalf on certain matters.

Section 3: Any call for a meeting of Council shall also be construed as a call for a meeting of the Council Executive Committee, if a Council Executive Committee meeting is deemed appropriate by the Council Chairperson or the Council Vice-Chairperson. Additional meetings of the Council Executive Committee shall be called by the Council Chairperson or the Council Vice-Chairperson and sufficient notice of time, place and purpose of these meetings shall be given. Any three members of the Council Executive Committee shall constitute a quorum. Provided one of them is the Council Chairperson or the Council Vice-Chairperson and provided at least one of them is hearing impaired. Council Executive Committee members may not designate another person to represent them on the Council Executive Committee.

Section 4: Standing and ad hoc committees shall be created by the Council to address issues of significance to people who are deaf and hard of hearing. The chairperson of each of these committees shall be a member of the Council appointed by the Council Chairperson, and the chairpersons of standing committees shall be approved by a majority of the membership of the Council. The chairperson of each committee shall appoint, from both members of the Council and non-members, persons to serve on his/her committee at his/her pleasure. The Council Chairperson shall be an ex-officio member of each committee. Committee chairpersons may be removed from

their chairpersonship by the Council Chairperson, subject to the approval of a majority vote of the membership of the Council. Standing committees, once established, shall continue their work until they are dissolved by a majority vote of the members of the Council. Ad hoc committees shall be established for a fixed period of time, which may be extended. Committees shall not obligate or expend funds of the Council without the approval of the Council Executive Committee.

Section 5: The Council Executive Director may, with the approval of a majority of the members of the Council, establish and dissolved task forces on non-council members to address issues of significance to people who are deaf and hard of hearing. The Council Executive Director shall appoint such persons as he/she sees fit to task force chairpersonships and may remove them from their chairpersonships. The duties of these task forces shall be to identify and research the needs of people who are deaf and hard of hearing and to make suggestions to the Council about ways these needs can be met. The Council Chairperson may appoint Council members to these task forces. Task forces shall not obligate or expend funds of the Council without the approval of the Council Executive Committee.

Section 6: Meetings of committees and task forces of the Council shall be interpreted and /or transcribed, when *Deaf and Hard of Hearing* persons are present, in accordance with Article IV, Section 6 of these by-laws, except that, when other funds are available to pay interpreters/transcribers, they may be utilized before or in conjunction with Council funds.

Article VII – Amendments

These by-laws may be amended by a two-thirds vote of the membership of the Council present at the meeting, provided written notice of the proposed changes is provided Council members at least ten days in advance of the Council meeting at which they are to be proposed.

Article VIII – Miscellaneous

Roberts Rules of Order, Newly Revised, shall govern meetings of the Council and of committees and task forces of the Council, provided they are not in conflict with the by-laws of the Council

Article IX – Date of By-Laws Effectiveness

These by-laws shall become effective when adopted by a two-thirds vote of the membership of the Council.

Revised February 26, 2010